

Corporate Office :

3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village, Andheri (E), Mumbai - 400 072.

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CIN : L65910MH1998PLC115967



September 27, 2023

To,

Corporate Relationship Department, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001	Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E), Mumbai 400 051
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Re.: Scrip Code 532947; Symbol: IRB

Sub.: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Amendments to the Articles of Association of the Company.

Dear Sir(s),

This is to inform you that at the 25th Annual General Meeting (AGM) of the Company held today, i.e. September 27, 2023, the members have approved the alteration to the Articles of Association (AoA) of the Company.

Alteration to the Articles of Association of the Company:

Insertion of following new clause 112(C) after existing Article 112(B):

“112(c): Subject to the terms and conditions agreed between the Company and the debenture trustee(s), whenever the debenture trustee(s) nominate a person to be appointed as a director on the Board of the Company in exercise of its duties under the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 read with the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 each as amended from time to time (together, the “SEBI Regulations”), and upon receipt of nomination from a debenture trustee for such appointment, the Board shall appoint such person as a nominee Director nominated by the debenture trustee in accordance with the SEBI Regulations and any other applicable law.

The Director so appointed shall not be liable to retire by rotation and shall not be required to hold any qualification shares. The Director so appointed shall hold office so long as the default under the relevant provisions of the SEBI Regulations subsists and shall vacate such office immediately upon the default being cured by the Company. Any vacancy in the office of such Director during the term shall be filled in by the debenture trustee(s) by nominating another person.

The appointment, including the terms, conditions and duties, of such Director shall be subject to the provisions of the SEBI Regulations and other applicable law.”

This is for your information and records.

Thanking you,

Yours faithfully,

For IRB Infrastructure Developers Limited

Mehul Patel
Company Secretary